

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

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WAYMO LLC,

Plaintiff,

vs.

No. 3:17-cv-00939-WHA

UBER TECHNOLOGIES, INC.;

OTTOMOTTO LLC; OTTO TRUCKING,

INC.,

Defendants.

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WAYMO & UBER CONFIDENTIAL ATTORNEYS' EYES ONLY

VIDEOTAPED DEPOSITION OF CAMERON POETZSCHER

SAN FRANCISCO, CALIFORNIA

MONDAY, JUNE 19, 2017

BY: ANDREA M. IGNACIO,
CSR, RPR, CRR, CCRR, CLR
CSR LICENSE NO. 9830
JOB NO. 2642012

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1 sense to us, were too easy, weren't aligned with our 15:44
2 interests. 15:44
3 You know, for any number of reasons; right? 15:44
4 If we didn't like the terms or conditions, we wouldn't 15:44
5 have signed, same as any other deal. 15:44
6 Q The term sheet was signed on February 22nd, 15:44
7 2016, and the acquisition agreement was signed on 15:45
8 April 11th, 2016. 15:45
9 When did Uber decide that it was going to go 15:45
10 ahead with the transaction? 15:45
11 A I mean, on or about April 11th we got final 15:45
12 board approval. Obviously, we didn't do all this work 15:45
13 and make a last-minute, you know, flippant decision. 15:45
14 But clearly, we made a final decision on or about 15:45
15 April 11th. We got board approval, and we signed the 15:45
16 transaction. 15:45
17 Q How long did it take to get board approval? 15:45
18 A I mean, we had a board meeting. We had a 15:45
19 discussion at the -- with the board. I can't recall 15:45
20 how long it was. It was a serious discussion. And 15:45
21 then after that, we signed. I don't remember the 15:45
22 exact day of the board meeting, whether it's the same 15:45
23 day or previously. 15:45
24 Q Did you attend that board meeting? 15:45
25 A Yes. 15:45

1 Q Who else was there? 15:45

2 A The members of the Board of Directors. I 15:45

3 don't recall exactly who was there. 15:45

4 Q Were all of the members of the Board of 15:45

5 Directors there? 15:45

6 A I don't recall. 15:45

7 Q Do you recall any missing? 15:45

8 A I recall there were some on the phone, so 15:45

9 there were definitely some who weren't in the room. I 15:45

10 don't know if between phone and room, there were still 15:46

11 some who were not in attendance at all. I don't know. 15:46

12 Q Were there any discussions about whether -- 15:46

13 whether the acquisition should be brought to the 15:46

14 entire board versus only a portion of the board? 15:46

15 A I believe it was brought to a regular board 15:46

16 meeting where all of the board members were invited. 15:46

17 Whether they all attended, again, I can't recall. 15:46

18 Q But, as far as you know, all of the board 15:46

19 members were invited to that meeting? 15:46

20 A As far as I know. The only caveat I would 15:46

21 say is that I don't recall whether David Drummond, who 15:46

22 was a Google executive, was still a member of the 15:46

23 board. So, to the extent he was, I'm sure we would 15:46

24 have not invited him or had him recuse himself. 15:46

25 Obviously, we had great concerns about having 15:46